

EDMONTON PUBLIC SCHOOLS

September 11, 2007

TO: Board of Trustees

FROM: B. Esslinger, ASBA Issues and Resolutions Committee
D. Fleming, ASBA Issues and Resolutions Committee
G. Nicholson, ASBA Issues and Resolutions Committee

SUBJECT: ASBA Special General Meeting September 14, 2007 – Bylaw Amendments

RESOURCE

STAFF: Anne Sherwood

RECOMMENDATION

That board support for the proposed amendments to ASBA Bylaws (Attachment #1) be approved.

* * * * *

The Alberta School Boards Association (ASBA) conducted an ASBA Governance Review earlier this year to address governance and operational issues.

Governance Issues

Based on the findings in the 2007 ASBA Governance Review, the ASBA Board of Directors is recommending changes to the association's governance model. The ASBA Board of Directors has called a special general meeting for September 14, 2007 where school boards will be asked to adopt bylaw changes to affect the following changes:

- 1. Give Zone 2/3 two directors** - Currently Zone 2/3 is made up of 29 school boards and has one representative at the ASBA Board of Directors table. The ASBA Board of Directors is proposing a bylaw that will give any Zone made up of more than 20 school boards two directors at the ASBA Board of Directors table.
- 2. One board one vote– eliminate school boards splitting ballots** - Currently on a weighted ballot, a school board may divide its share of the ballots among individual trustees. The ASBA Board of Directors is proposing a bylaw, which will preclude school boards from splitting their ballots. Each board will vote from a single corporate position. To encourage board discussion and participation of trustees in the business portion of general meetings, the Board of Directors recognizes there needs to be changes in the process.

- 3. Introduce a double-majority voting model for all but leadership votes** - The ASBA Board of Directors is recommending school boards move to a double-majority voting model for all except leadership votes, which are conducted on the basis of one board one vote. The proposed bylaw change will mean that a motion will need the support of 60 per cent of school boards, who represent 60 per cent of the province's students, to pass.

Operational Issues

Based on the findings in the 2007 ASBA Governance Review and in keeping with the ASBA Board of Directors' commitment to act on all other issues identified through this conversation about governance, the Board of Directors has also committed to:

- 1. Simplifying and streamlining the policy development process** - The ASBA Board of Directors has asked the policy development advisory committee made up of vice-president Heather Welwood; Debbie Cavaliere, Edmonton Catholic Schools; and Karen Holloway, Clearview School Division to review the current process and make recommendations to simplify and streamline the policy development.
- 2. Developing an action plan to:**
 - a. Take advantage of technology
 - b. Review communications strategies
 - c. Tighten up conduct of general meetings
 - d. Review and clarify roles
 - e. Clearly convey to the membership that the executive director and the board of directors serve school boards

Committee Recommendation

The board's ASBA Issues and Resolutions Committee, comprised of Trustees Esslinger, Fleming and Nicholson have reviewed the proposed amendments to the ASBA Bylaws arising from the ASBA Governance Review (Attachment #1). One of the proposed changes would mean that on a weighted ballot, the board would vote its ballot entitlement as a board rather than being split among the trustees present. This change was advocated by the board in its submission to the governance review. The ASBA Issues and Resolutions Committee recommend that the board support the proposed bylaw changes at the September 14th special general meeting and cast its ballot entitlement as a board vote.

AS:mmf

Attachment #1 – Schedule A - ASBA Bylaws with Proposed Amendments

Schedule A – ASBA Bylaws with Proposed Amendments – Two Column Document

Existing	Proposed
Bylaw No. 1 – Interpretation	
1. In these Bylaws, unless the context otherwise requires:	
(a) "Association" or "The Association" shall mean the Alberta School Boards Association.	
(b) "Board" shall mean the board of trustees of a district or school or regional division or education region, or the board of a regional authority.	
(c) "Full member" shall mean a board of trustees of the school district or a school division or a school or a regional division or education region that has publicly elected members according to the <i>Local Authorities Election Act</i> and that is an operating board as defined in the <i>Alberta School Boards Association Act</i> ; and any board of trustees of a publicly supported school system of the City of Yellowknife, Northwest Territories and the board for a regional authority.	
(d) "Associate member" shall mean: (i) elected First Nations boards of education under the auspices of band councils; and (ii) Metis boards of education that operate school buildings.	
(e) "Constitution" as used in these Bylaws shall mean the <i>Act of Incorporation of the Association</i> , which is defined as the <i>Alberta School Boards Association Act</i> being Chapter A-37 of the Revised Statutes of Alberta, 1980 as amended from time to time.	(e) "Constitution" as used in these Bylaws shall mean the <i>Act of Incorporation of the Association</i> , which is defined as the <i>Alberta School Boards Association Act</i> being Chapter A-32 of the Revised Statutes of Alberta, 2000 as amended from time to time.
(f) "District" shall mean any Alberta school district established under or governed by the <i>School Act</i> but shall not include a school or regional division or education region.	

Existing	Proposed
(g) "Division" shall mean a school division or school or regional division or education region established under or governed by the <i>School Act</i> .	
(h) "General Election" shall mean an election held for all of the Boards in accordance with the <i>Local Authorities Election Act</i> .	
(i) "Honorary Life Membership" shall mean a membership of recognition to an individual by way of having met certain established criteria approved by the Board of Directors and which excludes certain rights and privileges afforded regular members.	
(j) "President" shall mean President and Chairman of the Board of Directors.	
(k) "Minister" shall mean the Minister of Education for the Province of Alberta.	
(l) "School Act" shall mean the <i>School Act</i> being Chapter S-3.1 of the Revised Statutes of Alberta, 1988 as amended from time to time or any legislation hereinafter enacted in substitution therefore.	(l) "School Act" shall mean the <i>School Act</i> being Chapter S-3 [^] of the Revised Statutes of Alberta, 2000 as amended from time to time or any legislation hereinafter enacted in substitution therefore.
(m) "School trustee" or "trustee" shall mean a member of a board, having full member status, or an official trustee.	(m) "School trustee" or "trustee" shall mean a member of a board, or Francophone Regional Authority, having full member status, or an official trustee.
(n) "Zones" shall mean branches of the Alberta School Boards Association established on a geographical or other basis pursuant to the provisions of the Bylaws of the Association.	
(o) "Student" shall mean any person enrolled in a school or schools operated by a member board for which a grant is paid under the Alberta School Foundation Fund: <ul style="list-style-type: none"> • a student enrolled in a school of a member board that receives payment from the Government of Canada in respect of him; • a person enrolled in a school or a school district established to educate children of employees of the Government of Canada; or • a child enrolled in an Early Childhood 	

Existing	Proposed
Services program of a member board for which a grant of monies is paid.	
(p) "Vice-President" shall mean Vice-President and Vice-Chairman of the Board of Directors.	
2. In these Bylaws the singular shall include the plural and the plural shall include the singular; and the masculine shall include the feminine.	

Existing	Proposed
Bylaw No. 2 – Powers of Full and Associate Members	
1. Full member boards of the Alberta School Boards Association shall be entitled to:	
(a) Association communications materials except those designated as confidential to specific audiences;	
(b) Direct services from Association staff officers at fees established annually by the Association;	
(c) Access to Association conferences and workshops at a conference rate established by the Association; and	
(d) Unrestricted participation in the business affairs of the Association.	
2. Associate member boards of the Alberta School Boards Association shall be entitled to:	
(a) Association communication materials except those designated as confidential to specific audiences;	
(b) Direct services from Association staff officers on a cost-recovery basis at fees established annually by the Association plus expenses for staff officers' travel, meals, and accommodation;	
(c) Access to Association conferences and workshops at 125 percent of the conference rate established for full members by the Association; and	
(d) Attendance as guests at the General Meeting at 125 percent of the General Meeting rate established for full members.	

Existing	Proposed
Bylaw No. 3 – Board of Directors and Executive Committees	
1. The Board of Directors shall consist of the: (a) President; (b) Vice-President; and (c) five Zone and four Metro Directors.	1. The Board of Directors shall consist of the: (a) President; (b) Vice-President; ^ (c) One director for each Zone, excepting where any Zone is made up of more than 20 school boards, then that Zone shall be represented by two directors; and (d) ^ Four Metro Directors.
2. The Executive Committee of the Board shall consist of the: (a) President; (b) Vice President; and (c) Executive Director (non-voting).	
3. Three non-voting observers at Board of Directors Meetings may include:	
(a) One from the Alberta Catholic School Trustees' Association (Zone 7);	
(b) One from the Public School Boards Association of Alberta (Zone 8); and	
(c) One from the Fédération des conseils scolaires francophones de l'Alberta (Federation of Francophone School Authorities) (Zone 9).	
4. The Minister of Education shall be the Honorary President of the Association.	

Existing	Proposed
Bylaw No. 4 – Election of the Board of Directors	
1. Election of the President and the Vice-President shall take place at a General Meeting of the Association. Nominations shall be made openly from the floor for the positions of President and Vice-President and voting shall be by secret ballot on the basis of one vote per member board. The President and Vice-President shall take office at the conclusion of the General Meeting at which they are elected.	1. Election of the President and the Vice-President shall take place at a General Meeting of the Association. Nominations shall be made openly from the floor for the positions of President and Vice-President and voting shall be by secret ballot on the basis of one vote per Full member board in attendance. The President and Vice-President shall take office at the conclusion of the General Meeting at which they are elected.

Existing	Proposed
2. Election of the Zone and Metro Directors shall be completed and confirmed in writing to the Executive Director of the Association before the opening of the General Meeting specified in Bylaw No. 4(5). Members so elected shall take office at the conclusion of the General Meeting.	
3. (a) Every candidate for office shall be a trustee.	
(b) Any Director ceasing to be a trustee shall vacate his office, which shall be filled in accordance with provisions hereinafter set out in the Bylaws.	
4. (a) Election of the President and Vice-President shall occur during the month of November immediately following a Local Authorities Election and approximately 18 months thereafter in the month of June.	
(b) The President, the Vice-President, the Zone Directors and the Metro Directors shall be elected for terms of approximately 18 months and shall be eligible for re-election for one successive term of approximately 18 months. The President, Vice-President, Zone Directors, and the Metro Directors may be elected for more than two terms, provided they are not successive.	
(c) Any trustee who fills a vacancy in the office of President, Vice-President, Zone Director, or Metro Director shall be deemed to have completed a term if they served in that capacity for more than nine months.	
5. Election of the other Directors shall be for approximately 18-month terms.	

Existing	Proposed
<p>(a) Elections shall be held approximately every 18 months following the pattern of November 1999, June 2001, November 2002, for:</p> <ul style="list-style-type: none"> (i) One from the Edmonton School District No. 7 plus an alternate member; (ii) One from the Calgary RCSSD No. 1 plus an alternate member; (iii) One from Zone No. 4 plus an alternate member; and (iv) One from Zone No. 6 plus an alternate member. 	<p>(a) Elections shall be held approximately every 18 months following the pattern of November 1999, June 2001, November 2002, for:</p> <ul style="list-style-type: none"> (i) One from the Edmonton School District No. 7 plus an alternate Director; (ii) One from the Calgary RCSSD No. 1 plus an alternate Director; (iii) One from Zone No. 4 plus an alternate Director; and (iv) One from Zone No. 6 plus an alternate Director.
<p>(b) Elections shall be held approximately every 18 months following the pattern of November 1998, June 2000, November 2001, and June 2003 for:</p> <ul style="list-style-type: none"> (i) One from the Edmonton RCSSD No. 7 plus an alternate member; (ii) One from the Calgary School District No. 19 plus an alternate member; (iii) One from Zone No. 1 plus an alternate member; (iv) One from Zone No. 23 plus an alternate member; and (v) One from Zone No. 5 plus an alternate member. 	<p>(b) Elections shall be held approximately every 18 months following the pattern of November 1998, June 2000, November 2001, and June 2003 for:</p> <ul style="list-style-type: none"> (i) One from the Edmonton RCSSD No. 7 plus an alternate Director; (ii) One from the Calgary School District No. 19 plus an alternate Director; (iii) One from Zone No. 1 plus an alternate Director; (iv) Two from Zone No. 2/3 plus an alternate Director; and (v) One from Zone No. 5 plus an alternate Director.
<p>(c) Metro school boards shall elect their member and alternate member to the Board of Directors at the relevant meeting of the board preceding a General Meeting.</p>	<p>(c) Metro ^ boards shall elect their Director and alternate Director to the Board of Directors at the relevant meeting of the board preceding a General Meeting.</p>
<p>(d) Zones shall elect their member and alternate member to the Board of Directors at the relevant Zone Meeting preceding a General Meeting.</p>	<p>(d) Zones shall elect their Director(s) and alternate Director to the Board of Directors at the relevant Zone Meeting preceding a General Meeting.</p>
<p>6. A member and alternate member of the Board of Directors shall be a trustee of a member board.</p>	<p>6. A Director and alternate Director of the Board of Directors shall be a trustee of a member board.</p>

Existing	Proposed
7. (a) If a vacancy occurs in the office of President, it shall be filled automatically by the Vice-President.	
(b) Notwithstanding any provisions in these Bylaws governing the election of a Vice-President, the Board of Directors may, in the event of a vacancy in that office, fill the vacancy from among its members.	
(c) In the year of a general election, if the President does not run for the office of trustee or is defeated in the general election, the President may complete his/her term of office through to the election of the new President at the AGM.	
8. If a member of the Board of Directors, elected by a school board or zone, is subsequently elected President or Vice-President, then his office as a member of the Board of Directors from a district or zone shall be filled by the alternate.	8. If a member of the Board of Directors, elected by a metro board or zone, is subsequently elected President or Vice-President, then his office as a member of the Board of Directors from a metro board or zone shall be filled by the alternate, until such time as a by-election has been held.
9. When a vacancy occurs on the Board of Directors (except in the case of the President or the Vice-President), the school board or zone shall arrange for a by-election to fill the vacancy.	9. When a vacancy occurs on the Board of Directors (except in the case of the President or the Vice-President), the metro board or zone shall arrange for a by-election to fill the vacancy.
10. If a school board or zone fails to appoint a member and an alternate to the Board of Directors in accordance with the requirements of these Bylaws then the Board of Directors shall have the power to arrange for a by-election to fill the vacancy.	10. If a metro board or zone fails to appoint a Director and/or an alternate Director to the Board of Directors in accordance with the requirements of these Bylaws then the Board of Directors shall have the power to arrange for a by-election to fill the vacancy.

Existing	Proposed
	11. An alternate Director shall be entitled to attend Board of Directors meetings in the absence of the Director they are replacing. The alternate Director, while so acting, shall have the full rights and privileges of the Director, including voting powers. An alternate Director shall only be entitled to fill a vacancy of the Director for the metro board or Zone they represent, until such time as a by-election to fill the vacancy has been held.
11. In the event a member (or the alternate member) of the Board of Directors fails to attend three consecutive meetings without giving due and timely notice as to the cause of non-attendance, the Board of Directors may declare the seat vacant and arrange for a by-election to fill the vacancy.	<i>Renumbered to 12</i> 12. In the event a Director ^ fails to attend three consecutive meetings without giving due and timely notice as to the cause of non-attendance, the Board of Directors may declare the seat vacant and arrange for a by-election to fill the vacancy.

Existing	Proposed
Bylaw No. 5 – Representation and Voting at Board of Directors Meetings and at Executive Committee Meetings	
1. (a) The President, the Vice-President, and the other Directors shall each carry one vote at Board of Directors meetings.	
(b) At Executive Committee meetings, where consensus is not possible, the President shall determine the course of action to be taken.	
	(c) An alternate Director who attends a Board of Directors meeting, in the place of the Director, shall carry one vote at Board of Directors meetings.

Existing	Proposed
	(d) In the event that both the Director and the Director's alternate are unable to attend a meeting of the Board of Directors, the chair of the Zone or metro board that the Director or alternate Director represents may attend that meeting of the Board of Directors and shall be entitled to vote.
2. One representative from the Alberta Catholic School Trustees' Association (Zone 7), one representative from the Public School Boards Association of Alberta (Zone 8), and one representative from the Fédération des conseils scolaires francophones de l'Alberta (Federation of Francophone School Authorities – Zone 9) may attend Association Board of Directors meetings in a non-voting capacity, and at the expense of their respective Associations.	

Existing	Proposed
Bylaw No. 6 – President's Duties	
1. The President shall provide leadership to the Association, Board of Directors, and Executive Committee.	
2. The President shall be accountable to the Board of Directors and to the membership.	
3. The President shall preside at all meetings of the Board of Directors and the Executive Committee and shall open all conferences or General Meetings of the Association and preside until such meeting elects or appoints a chair. In the President's absence or inability to preside, the President's place shall be taken by the Vice-President.	
4. The President shall act as the primary spokesman for the Association.	
5. The President shall submit or cause to be submitted to each General Meeting of the Association the report of the Board of Directors as to financial standing and general business of the Association.	

Existing	Proposed
6. The President is (ex officio) a member of all committees.	

Existing	Proposed
Bylaw No. 7 – Board of Directors – Powers and Duties	
1. The business and affairs of the Association shall be under the direction and control of the Board of Directors which may exercise all powers of the Association as are, not by the <i>Act of Incorporation of the Association</i> , or by these Bylaws, required to be exercised by the Association in General Meeting.	
2. Without limiting the generality of the foregoing the Board of Directors:	
(a) Shall appoint an Executive Director as Chief Executive Officer of the Association, establish his term of employment and salary, prescribe his duties, and monitor and evaluate his performance;	
(b) May delegate any or all of its powers to the Executive Director, Executive Committee of the Association, or a committee appointed by it;	
(c) May appoint either from its own members or others such special committees as it may from time to time deem advisable and prescribe their duties and functions;	
(d) Shall pay the reasonable out-of-pocket expenses of its members and others;	
(e) Shall pay a per diem allowance, as determined at the General Meeting, to its members and others;	
(f) Shall make provision for the payment of honoraria, as determined by the General Meeting, to Board of Directors members;	
(g) May adopt policy positions on matters which arise between General Meetings and shall submit these for ratification at the next General Meeting;	

Existing	Proposed
(h) Shall designate a newly created board to belong to an Association geographic zone, on an interim basis. With final designation to which geographic zone such board shall belong, to take place at the General Meeting, next following the date of creation of such board;	
(i) Shall set long-range and short-range objectives for the Association;	
(j) Shall review and approve long-range plans to guide the Association's business and affairs;	
(k) Shall evaluate the Association's effectiveness in achieving the established objectives; and	
(l) Shall communicate and support the Association's position on issues, policies, and practices to appropriate internal and external publics.	
3. The Board of Directors shall delegate to the Executive Director responsibility for the establishment of fair salaries and reasonable working conditions for staff.	
4. (a) Regular meetings of the Board of Directors shall be held at such time and place as may be set by resolution of the Board of Directors.	
(b) Special meetings may be called by request in writing to the Executive Director: (i) by the Executive Committee; or (ii) by any six members of the Board of Directors. Such requests shall state the business in respect of which it is desired to hold a meeting.	(b) Special meetings may be called by request in writing to the Executive Director: (i) by the Executive Committee; or (ii) by any seven voting members of the Board of Directors. Such requests shall state the business in respect of which it is desired to hold a meeting.

Existing	Proposed
<p>(c) Upon request for a special meeting the Executive Director shall call such meeting:</p> <ul style="list-style-type: none"> (i) by giving eight days' notice in writing (exclusive of the day on which the notice is mailed and exclusive of the day for which notice is given), postage prepaid and addressed to the member at his address as recorded in the records of the Association; or (ii) by oral or shorter notice following receipt of written consent or waiver from the members of the Board of Directors. <p>A facsimile shall be regarded as a written notice. A message delivered by any electronic means shall be regarded as a written notice.</p>	<p>(c) Upon request for a special meeting the Executive Director shall call such meeting:</p> <ul style="list-style-type: none"> (i) by giving eight days' notice in writing (exclusive of the day on which the notice is mailed and exclusive of the day for which notice is given), postage prepaid and addressed to the member at his address as recorded in the records of the Association; or (ii) by oral or shorter notice following receipt of written consent or waiver from the members of the Board of Directors. <p>^A message delivered by any electronic means shall be regarded as a written notice.</p>
<p>(d) Every notice of a special meeting of the Board of Directors shall state the hour, date and place of meeting and the business to be transacted.</p>	
<p>(e) Any six voting members of the Board of Directors shall constitute a quorum for a meeting of that body and a majority vote of the members present, including the chairman, shall decide all questions except on a resolution to call a special General Meeting in which case the affirmative vote of six members of the Board of Directors shall be required. In the event of a tie vote the question is lost.</p>	<p>(e) Any seven voting members of the Board of Directors shall constitute a quorum for a meeting of that body and a majority vote of the members present, including the chairman, shall decide all questions except on a resolution to call a special General Meeting in which case the affirmative vote of seven voting members of the Board of Directors shall be required. In the event of a tie vote the question is lost.</p>
<p>5. (a) Meetings of the Board of Directors shall at all times be open to the membership of the Association unless a majority of the Board of Directors votes to hold part of the meeting in private.</p>	
<p>(b) Votes of each Director at Board of Directors meetings shall be recorded whenever a recorded vote is requested by any Director.</p>	

Existing	Proposed
Bylaw No. 8 – General Meetings	
1. Two General Meetings shall be held each year.	
2. Unless otherwise directed by the Board of Directors:	
(a) The Spring General Meeting shall be held during the first full week of June;	
(b) The Fall General Meeting shall be held during the third full week in November; and	
(c) The place of the meeting shall be determined by the Board of Directors.	
3. Special General Meetings of the Association may be held following an affirmative vote of six voting members of the Board of Directors at a meeting of the Board of Directors.	3. Special General Meetings of the Association may be held following an affirmative vote of seven voting members of the Board of Directors at a meeting of the Board of Directors.
4. At least twenty-one days notice of any General Meeting (exclusive of the day on which such notice is mailed and exclusive of the day for which the notice is given), specifying the place, the day, and hour of the meeting, and the general nature of such business, shall be given to each district, school division, school or regional division or education region.	
5. Notwithstanding provisions herein, a Special General Meeting may be called by the Board of Directors, giving seven days written notice to the Chair of each Board, if deemed necessary to deal with high priority or emergent issues that require urgent direction/action and which have significant implications for all boards. Such notice shall:	
(a) Specify the purpose, date, time and place of the meeting;	
(b) Provide background detail to enable Boards to discuss the matter and be prepared to vote the Board position at the Special General Meeting; and	
	(c) In the case of a proposed amendment to the Bylaws, ensure that 60 days prior written notice of the proposed amendments are provided to Full member boards.

Existing	Proposed
Bylaw No. 9 – Representation and Voting at General Meetings	
1. All school trustees shall be entitled to attend any General Meeting of the Association.	
2. It shall be the duty of all delegates including the Board of Directors to register before taking part in any General Meeting of the Association.	
3. A trustee upon registering as a delegate to such meeting and, having paid the registration fee, shall be a delegate representing the board of which he is a member.	<i>Deleted entirely</i>
4. Each registered delegate shall be entitled to all rights and privileges of the General Meeting other than the right to vote by ballot which right shall be as set out in Section 8 herein.	<i>Renumbered to 3</i> 3. Each registered delegate shall be entitled to all rights and privileges of the General Meeting other than the right to vote by ballot which right shall be as set out in Sections 6 to 12 herein. It shall be assumed that the board chair of each Full member board shall have the power to cast the vote to which each Full member board is entitled, unless another trustee for that board is designated, in writing, to the Executive Director, prior to any General Meeting or Special General Meeting.
5. The Executive Director shall, subject to such directions as may be given from time to time by the Board of Directors, make all necessary arrangements for registration of delegates and for ballot voting as may be necessary.	<i>Renumbered to 4</i> 4. The Executive Director shall, subject to such directions as may be given from time to time by the Board of Directors, make all necessary arrangements for registration of delegates and for ^ voting as may be necessary.
6. At the general meeting voting shall be by secret ballot for election of the president and the vice-president.	<i>Renumbered to 5</i> 5. At the general meeting voting shall be by secret ballot for election of the president and the vice-president.

Existing	Proposed
<p>7. All ordinary resolutions shall be determined by a show of hands, unless:</p> <ul style="list-style-type: none"> (a) a ballot vote is called for by any 50 of the registered delegates before the question is put; or, (b) immediately after the result of a vote by show of hands is announced by the chairman, any 50 of the registered delegates call for a final ballot. 	<p><i>Deleted entirely. New 6:</i></p> <p>6. At any General Meeting of the Association, including a Special General Meeting, all resolutions shall be determined under the double majority voting method, as follows:</p> <ul style="list-style-type: none"> (a) Sixty (60) percent or more of Full member boards who are in attendance, who cast a vote, and who vote in the affirmative, based upon one vote per Full member board; and (b) Sixty (60) percent of the total Full member boards who are in attendance, who cast a vote, and who vote in the affirmative, represent 60 percent or more of the students registered, for the most recently reported period, with the Full member boards who voted in the affirmative.
<p>8. On a weighted ballot vote each full member board, irrespective of its number of delegates, shall be entitled to a number of votes determined as follows:</p> <ul style="list-style-type: none"> • The votes to be allocated to each full member board will be determined by dividing the membership fee paid by each full member board by the total full member boards' membership fees paid to the Association in the year in which the vote is held resulting in a percentage (rounded to the nearest 0.1%) of each full member board's fees to the total of all full member boards' fees paid to the Association. <p>One ballot vote shall be allocated for each resultant 0.1 percentage point.</p>	<p><i>Deleted entirely. New 7:</i></p> <p>7. The total number of votes cast in favour of any resolution and/or opposed to any resolution shall be calculated in accordance with the double majority rule specified herein.</p>

Existing	Proposed
<p>9. (a) It shall be the duty of each full member board to provide the Executive Director of the Association with the name(s) of its delegate or delegates and, where there is more than one delegate, to designate which delegate or delegates shall have the power to cast the votes to which the board is entitled on the weighted ballot vote. Each full member board shall have the right to decide whether its allotment of votes shall be cast all by one of its delegates or by two or more of its delegates.</p>	<p><i>Deleted entirely. New 8:</i></p> <p>8. For the purposes of Section 6(b) of Bylaw No. 9, the percentage of students enrolled in any Full member board shall be determined utilizing the total student enrollment figures reported to the Association as set out under Bylaw No. 10.</p>
<p>(b) It shall be the duty of each full member board to provide the Executive Director of the Association with the name of its delegate who shall have the power to cast the vote to which the board is entitled on the board's single ballots for the election of President and Vice-President.</p>	<p><i>Deleted entirely. New 9:</i></p> <p>9. At any General or Special meeting, for the purposes of Section 6(b) of Bylaw No. 9, the percentage of students to be allocated to each Full member board in attendance will be determined by dividing the number of students enrolled in each Full member board by the total number of students enrolled in all Full member boards in attendance, resulting in a percentage (rounded to the nearest 0.1 percent).</p>

Existing	Proposed
	<p>10. When a mail-in ballot is used to amend the Bylaws, as provided for in Bylaw No. 11, Section 1, the vote shall be by ballot following the double majority voting method, as follows:</p> <ul style="list-style-type: none"> (a) Sixty (60) percent or more of Full member boards who cast a vote and who vote in the affirmative, based upon one vote per Full member board; and (b) Sixty (60) percent of the total Full member boards who cast a vote and who vote in the affirmative, represent 60 percent or more of the students registered, for the most recently reported period, with the Full member boards who voted in the affirmative. <p>The percentage of students will be determined by dividing the number of students enrolled in each Full member board, by the number of students enrolled in all Full member boards, resulting in a percentage, (rounded to the nearest 0.1 percent).</p>
	<p>11. The double majority voting method shall apply to votes on all resolutions made at any General Meeting, including a Special General Meeting, with the exception of:</p> <ul style="list-style-type: none"> (a) Voting for the President and Vice-President, which vote will be cast as provided for under Bylaw No. 4, Section 1; and (b) Votes on procedural matters (e.g. amendments to a main motion) shall be by a majority vote unless otherwise required by Robert's Rules of Order. A tie vote will be a lost vote.
<p>10. A balloting committee shall be appointed at the opening of every general meeting. It shall be the duty of the balloting committee to conduct the ballot voting.</p>	<p><i>Renumbered to 12</i></p> <p>12. A balloting committee shall be appointed at the opening of every general meeting. It shall be the duty of the balloting committee to conduct the ballot voting.</p>

Existing	Proposed
Bylaw No. 10 – Fees	
1. Budget	
(a) The financial year of the Association shall be September to August.	
<p>(b) The budget of the Association shall be adopted at the Spring General Meeting in June of the year prior to the year for which it is established.</p> <p>(i) Voting on the budget, other than amendments to the budget, shall be by weighted ballot and two-thirds of the votes cast shall be required to carry the resolution.</p> <p>(ii) Voting on amendments to the budget shall be by show of hands.</p> <p>(iii) Notwithstanding any provisions to the contrary in these Bylaws, or in the rules of procedure governing disposal of resolutions, the budget shall be open to amendment until adopted.</p>	<p>(b) The budget of the Association shall be adopted at the Spring General Meeting in June of the year prior to the year for which it is established.</p> <p>(i) Voting on the budget, other than amendments to the budget, will follow the double majority voting method.</p> <p>(ii) Voting on amendments to the budget will follow the one-vote-per-Full-member-board rule, and shall be determined by a majority of the votes cast.</p> <p>(iii) Notwithstanding any provisions to the contrary in these Bylaws, or in the rules of procedure governing disposal of resolutions, the budget shall be open to amendment until adopted.</p>
(c) The budget and analysis shall be presented in writing to member boards not later than 60 days prior to the day the Spring General Meeting is to commence.	
2. Fees	
(a) The fees assessed to member boards shall be presented in writing by the Board of Directors no later than 60 days prior to the day the Spring General Meeting is to commence.	

Existing	Proposed
<p>(b) This assessment will include:</p> <ul style="list-style-type: none"> (i) the formula for determining the annual fees including the basic fee and the weight rate per student enrolment; (ii) the total annual fees payable by full member boards; (iii) the number of students used in the calculation of fees payable by a board which shall be the total student enrollment reported to Alberta Education in the most recent reporting period; (iv) the annual fees payable for any full member board which shall not exceed ten percent of the total annual full member membership fees; and (v) the annual fees payable for each associate member board which shall be \$500.00 less than the basic membership fee for full member boards. 	
	<p>3. Each Full member board shall be required to report to the Executive Director the number of students enrolled in the jurisdiction, on an annual basis, using the number of students reported to Alberta Education for the most recent reporting period.</p>

Existing	Proposed
Bylaw No. 11 – Amendments to the Constitution and to the Bylaws	
<p>1. Substantial amendments to these Bylaws and requests to amend the Constitution may only be made and/or approved at a Spring General Meeting. Amendments of a housekeeping nature to these Bylaws may be made by a mail-in weighted ballot. The vote, in either case, shall be by weighted ballot and two-thirds of the votes cast shall be required to carry the resolution.</p>	<p>1. Substantial amendments to these Bylaws ^ may only be made and/or approved at a Spring General Meeting, unless otherwise permitted by the Board of Directors. Amendments of a housekeeping nature to these Bylaws may be made by a mail-in ^ ballot. The vote, in either case, shall be by ballot following the double majority method, as outlined in Bylaw No. 9.</p>

Existing	Proposed
2. An amendment to these Bylaws shall take effect on the day following the conclusion of the Spring General Meeting at which such amendment is made, unless an effective date other than the close of the Spring General Meeting is so specified in the resolution, save and except amendments affecting representation at a Spring General Meeting and such amendments shall become effective one month after the amendment(s) is made.	2. An amendment to these Bylaws shall take effect on the day following the conclusion of the Spring General Meeting at which such amendment is made, unless an effective date other than the close of the Spring General Meeting is so specified in the resolution ^.
3. Notice of motion of any Bylaw amendment shall be given in either of two ways:	
(a) By 60 days notice in writing to all member boards exclusive of the day on which such notice is mailed and exclusive of the day on which the Spring General Meeting is to commence; or	
(b) By publication on the Association website not later than 60 days prior to the day the Spring General Meeting is to commence.	
4. (a) Any Bylaw amendment of a housekeeping nature shall be forwarded to each member board, in accordance with Bylaw 11(3)(a) above, together with a weighted ballot, by March 31. The boards' completed weighted ballots shall be returned to the Association's Edmonton office by May 15.	4. ^ Any Bylaw amendment of a housekeeping nature shall be forwarded, along with a ballot to each Full member board at least 60 days prior to the ballot return date specified within the notice of motion. Voting will follow the double majority voting method as outlined in Bylaw No. 9, Section 10. Completed ballots must be returned to the Association by the date specified within the notice of motion.
(b) The results of the weighted ballot vote shall be conveyed to the membership in writing at the Spring General Meeting.	<i>Deleted entirely</i>

Existing	Proposed
Bylaw No. 12 – Honorary Life Memberships	
1. The Board of Directors shall have the authority to grant honorary life memberships in the Association in accordance with the following provisions:	

Existing	Proposed
(a) The Board of Directors shall establish a list of criteria upon which the granting of honorary life membership will be based.	
(b) The Board of Directors shall establish the procedures for nominations for honorary life memberships and shall have the power to accept or reject nominations.	
(c) The Board of Directors may select and arrange for the preparation of a suitable plaque, certificate, or award signifying an honorary life membership.	
(d) The granting of an honorary life membership shall not entail the payment of any fees by the recipient.	

Existing	Proposed
Bylaw No. 13 – Zones of the Association	
1. All member boards shall belong to a Zone of the Association.	
2. Subject to the provision of Bylaw 7(2)(h), for the purpose of the formation of geographic zones of the Association, the Province shall be divided as follows and each geographic zone shall consist of the designated divisions, and districts excepting Zone No. 7, 8, and 9, which shall be as defined under Bylaw 3(3).	
<p>(a) Zone No. 1</p> <p>School Districts Grande Prairie RCSSD No. 28 Grande Prairie Public School District No. 2357</p> <p>School Divisions Fort Vermilion School Division No. 52 High Prairie School Division No. 48 Northland School Division No. 61 Peace River School Division No. 10 Peace Wapiti School Division No. 33 No. 76</p> <p>Regional Divisions Holy Family Catholic Regional Division No. 37</p>	

Existing	Proposed
<p>Education Regions Northwest Francophone Education Region No. 1</p>	
<p>(b) Zone No. 23 Education Regions East Central Francophone Education Region No. 3 Greater North Central Francophone Education Region No. 2</p> <p>School Districts Edmonton Catholic Separate School District No. 7 Edmonton School District No. 7 Fort McMurray RCSSD No. 32 Fort McMurray Public School District No. 2833 Lakeland RCSSD No. 150 Lloydminster RCSSD No. 89 Lloydminster Public School District No. 1753 St. Albert PSSD No. 6 Yellowknife Education District No. 1 Yellowknife Separate Education District No. 2</p> <p>School Divisions Northern Lights School Division No. 69 Parkland School Division No. 70 Sturgeon School Division No. 24</p> <p>Regional Divisions Aspen View Regional Division No. 19 Black Gold Regional Division No. 18 Buffalo Trail Public Schools Regional Division No. 28 East Central Alberta CSS Regional Division No. 16 Elk Island Public Schools Regional Division No. 14 Elk Island Catholic Separate Regional Division No. 41 Evergreen CS Regional Division No. 2 Grande Yellowhead Regional Division No. 35</p>	<p>(b) Zone No. 2/3 <i>(All other content remains the same)</i></p>

Existing	Proposed
<p>Greater St. Albert Catholic Regional Division No. 29</p> <p>Living Waters Catholic Regional Division No. 42</p> <p>Northern Gateway Regional Division No. 10</p> <p>Pembina Hills Regional Division No. 7</p> <p>St. Paul Education Regional Division No. 1</p> <p>St. Thomas Aquinas RCS Regional Division No. 38</p>	
<p>(c) Zone No. 4</p> <p>School Districts</p> <p>Red Deer Public School District No. 104</p> <p>School Divisions</p> <p>Clearview School Division No. 71</p> <p>Chinook's Edge School Division No. 73</p> <p>Wild Rose School Division No. 66</p> <p>Wolf Creek School Division No. 72</p> <p>Regional Divisions</p> <p>Battle River Regional Division No. 31</p> <p>Red Deer Catholic Regional Division No. 39</p> <p>Wetaskiwin Regional Division No. 11</p>	
<p>(d) Zone No. 5</p> <p>Education Regions</p> <p>Greater Southern SC Francophone Education Region No. 4</p> <p>Greater Southern Francophone Regional Authority No. 4 (P)</p> <p>School Districts</p> <p>Calgary RCSSD No. 1</p> <p>Calgary School District No. 19</p> <p>School Divisions</p> <p>Foothills School Division No. 38</p> <p>Golden Hills School Division No. 75</p> <p>Rocky View School Division No. 41</p> <p>Regional Divisions</p> <p>Canadian Rockies Regional Division No. 12</p> <p>Christ the Redeemer CS Regional Division No. 3</p> <p>Prairie Land Regional Division No. 25</p>	

Existing	Proposed
<p>(e) Zone No. 6 School Districts Lethbridge School District No. 51 Medicine Hat School District No. 76</p> <p>School Divisions Horizon School Division No. 67 Livingstone Range School Division No. 68 Prairie Rose School Division No. 8 Westwind School Division No. 74</p> <p>Regional Divisions Grasslands Regional Division No. 6 Holy Spirit RCS Regional Division No. 4 Medicine Hat CS Regional Division No. 20 Palliser Regional Division No. 26</p>	
<p>3. Each geographic Zone numbered 1, 23, 4, 5, or 6 shall be governed by Bylaws No. 1 to No. 11 inclusive and Schedule A of the Alberta School Boards Association Bylaws, together with such other Bylaws established by the zone which are not inconsistent with the Bylaws of the Association.</p>	<p>3. Each geographic Zone numbered 1, 2/3, 4, 5, or 6 shall be governed by Bylaws No. 1 to No. 11 inclusive and Schedule A of the Alberta School Boards Association Bylaws, together with such other Bylaws established by the zone which are not inconsistent with the Bylaws of the Association.</p>
<p>4. The objects of the geographic Zones shall be to work in cooperation for the mutual benefit of all members of the Alberta School Boards Association, to consider matters relating to education and school administration which are of particular interest to their areas, to encourage better understanding between trustees and the public, to work for continued improvement in the educational system, and to make recommendations to the Alberta School Boards Association.</p>	
<p>5. Zone 7</p>	
<p>(a) Zone 7 of the Alberta School Boards Association shall be open to all Roman Catholic boards in the Province of Alberta and the Northwest Territories of Canada.</p>	
<p>(b) Zone 7 shall be known as the Alberta Catholic School Trustees' Association.</p>	
<p>6. Zone 8</p>	
<p>(a) Zone 8 of the Alberta School Boards Association shall be open to all public boards, other than Roman Catholics, in the</p>	

Existing	Proposed
Province of Alberta and the Northwest Territories of Canada.	
(b) Zone 8 shall be known as the Public School Boards' Association of Alberta.	
7. Zone 9	
(a) Zone 9 of the Alberta School Boards Association shall be open to all Francophone authorities in the Province of Alberta and the Northwest Territories of Canada.	
(b) Zone 9 shall be known as the Fédération des conseils scolaires francophones de l'Alberta (Federation of Francophone School Authorities).	

Schedule A: Forming Bylaws for Zones 1, 2/3, 4, 5 and 6

(As referred to in Bylaw No. 13, Section 3)

Existing	Proposed
Bylaw No. 1 – Membership	
Membership in Zones shall be determined by Bylaw No. 13 of the Alberta School Boards Association.	

Existing	Proposed
Bylaw No. 2 – Finance	
Each Zone may set membership fees and vary same from time to time; the same to be in such sum as is necessary to cover operating expenses and such projects as may be undertaken by the Zone.	

Existing	Proposed
Bylaw No. 3 – Meetings	
1. Each Zone shall hold an annual meeting:	
(a) During a 30-day period preceding the Fall General Meeting of the Alberta School Boards Association, such period ending eight clear days prior to the opening date of the Fall General Meeting.	
(b) In case of exceptional circumstances, the Executive Committee of the Board of Directors may arrange with a zone to hold its annual meeting on a date falling outside the 30-day period.	
2. Zones shall hold a meeting during the 30-day period immediately preceding the relevant General Meeting to elect a Zone Director to the Board of Directors in accordance with Bylaw No. 4(5).	2. Zones shall hold a meeting during the 30-day period immediately preceding the relevant General Meeting to elect a Zone Director(s) to the Board of Directors in accordance with Bylaw No. 4(5).
3. Other meetings of the Zones may be held in accordance with provisions hereinafter set out in Bylaw No. 7.	

Existing	Proposed
4. Any trustee of a member board of the Zone may attend the annual or other meeting of the zone and take part in the business of the meeting.	

Existing	Proposed
Bylaw No. 4 – Voting	
1. (a) Voting for the election of the Zone Director and alternate to the Board of Directors of the Alberta School Boards Association shall be by secret ballot on the basis of one vote per member board.	1. (a) Voting for the election of the Zone Director(s) and alternate to the Board of Directors of the Alberta School Boards Association shall be by secret ballot on the basis of one vote per member board.
(b) The boards of the cities of Edmonton and Calgary shall be excluded from voting for a member to the Board of Directors of the Alberta School Boards Association.	(b) The boards of the cities of Edmonton and Calgary shall be excluded from voting for Zone Directors and the Zone Director's alternate to the Board of Directors of the Alberta School Boards Association.
2. (a) Voting on ordinary business or motions at annual Zone meetings shall be by a show of hands, except that any board may request a ballot vote on a motion, which shall be conducted as provided under Alberta School Boards Association Bylaw No. 9, Section 7(a)(b) and Section 8.	2. (a) Voting on ordinary business or motions at annual Zone meetings shall be based upon one vote per Full member board in attendance, unless otherwise provided for in the Zone Bylaws.
(b) Voting on ordinary business or motions at Zone meetings other than the annual Zone meetings shall be by a show of hands.	<i>Deleted entirely</i>
(c) Voting for Zone Chairman or Vice-Chairman shall be by secret ballot on the basis of one vote per member board. The election for Chairman shall take place before the election for Vice-Chairman.	<i>Relettered to (b)</i>

Existing	Proposed
Bylaw No. 5 – Alberta School Boards Association Board of Directors	
1. Each geographic Zone shall elect one member and one alternate to the Board of Directors of the Alberta School Boards Association at such time and for such terms as the Bylaws of the Association may provide. The alternate shall attend, participate and vote only when the regular member is absent.	1. Each ^ Zone shall elect its Director(s) and one alternate Director to the Board of Directors of the Alberta School Boards Association at such time and for such terms as the Bylaws of the Association may provide. The alternate shall attend, participate and vote only when the regular member is absent.
2. A trustee elected to the Board of Directors of the Alberta School Boards Association shall be a trustee of a member board of the Zone other than the boards of the cities of Calgary and Edmonton.	

Existing	Proposed
Bylaw No. 6 – Zone Executive	
1. A member of the Zone Executive shall be a trustee of a member board of the zone.	
2. The Zone Executive shall consist of:	
(a) A Chairman and Vice-Chairman to be elected at large at the annual meeting;	
(b) One board representative to Zone to be elected annually by each board in the Zone; and	
(c) The Zone Director or alternate representing the Zone.	(c) the Zone Director(s) or alternate representing the Zone.
3. A majority of the members of the Zone Executive shall constitute a quorum.	
4. Any Zone Director ceasing to be a trustee shall vacate his office, which shall be filled in accordance with provisions hereinafter set out in these Bylaws.	
5. If the office of Chairman becomes vacant, it shall be automatically filled by the Vice-Chairman.	
6. If a vacancy occurs among the directors the board or boards represented may elect a new director to fill the vacancy.	

Existing	Proposed
Bylaw No. 7 – Duties and Powers of the Zone Executive	
1. The business and affairs of the Zone shall be managed by and be under the direction of the Zone Executive.	
2. Without limiting the generality of the foregoing, the Zone Executive:	
(a) shall appoint a Secretary-Treasurer who shall hold office until his successor is appointed;	
(b) shall appoint such standing committees as it may deem necessary;	
(c) shall appoint such delegates as may be required to represent the Zone;	
(d) shall appoint, either from its own members or others, such special committees as it may from time to time deem advisable and prescribe their duties and functions;	
(e) shall meet when necessary as determined by the Chairman or by a majority of the members;	
(f) shall forward minutes of all meetings to member boards of the Zone and to the Alberta School Boards Association;	
(g) shall arrange such other meetings of the Zone as are deemed necessary to fulfill its objectives; and	
(h) shall arrange to fill by election from the Zone membership a vacancy occurring during the unexpired term of office of Vice-Chairman at a meeting of the Zone providing the membership of the Zone is given ten clear days' notice of the intent.	

Existing	Proposed
Bylaw No. 8 – Bylaws	
The Zone may establish such other Bylaws for the conduct of its affairs not inconsistent with the Bylaws of the Alberta School Boards Association.	